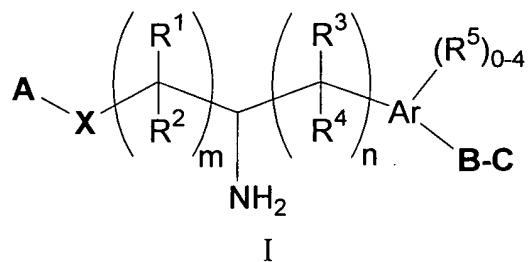


Amendments to the Claims:

This listing of claims replaces all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (currently amended) A compound represented by Formula I:



or a pharmaceutically acceptable salt or hydrate thereof, wherein:

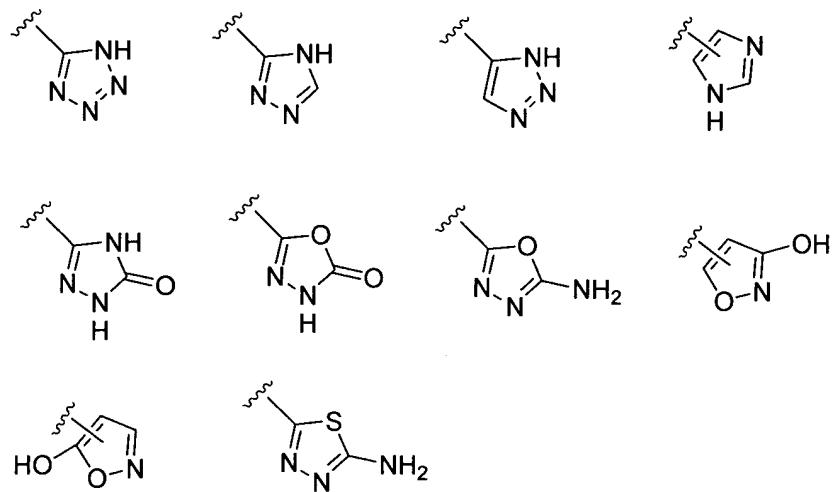
Ar is phenyl or naphthyl;

$m = 1, 2, 3,$ or $4;$

$n = 0, 1, 2, 3,$ or $4;$

X is a bond, O, NH or S(O)_k , wherein k is 0, 1 or 2;

A is selected from the group consisting of: $-\text{CO}_2\text{H}, -\text{PO}_3\text{H}_2, -\text{PO}_2\text{H}_2, -\text{SO}_3\text{H},$
 $-\text{PO}(\text{R}^8)\text{OH},$



each R¹ is independently selected from the group consisting of: hydrogen, halo, hydroxy, -CO₂H, C₁-4alkyl, C₁-4alkoxy, C₁-4alkylthio and aryl, wherein said C₁-4alkyl, C₁-4alkoxy and C₁-4alkylthio are each optionally substituted from one up to the maximum number of substitutable positions with halo and wherein said aryl is optionally substituted with 1-5 substituents independently selected from halo and C₁-4alkyl, or

when m is 2, 3, or 4, two R¹ groups on adjacent carbon atoms may be joined together to form a double bond;

each R³ is independently selected from the group consisting of: hydrogen, halo, hydroxy, -CO₂H, C₁-4alkyl, C₁-4alkoxy, C₁-4alkylthio and aryl, wherein said C₁-4alkyl, C₁-4alkoxy and C₁-4alkylthio are each optionally substituted from one up to the maximum number of substitutable positions with halo and wherein said aryl is optionally substituted with 1-5 substituents independently selected from halo and C₁-4alkyl, or

when n is 2, 3, or 4, two R³ groups on adjacent carbon atoms may be joined together to form a double bond;

R² and R⁴ are each independently selected from the group consisting of: hydrogen, halo, hydroxy, -CO₂H, C₁-4alkyl, C₁-4alkoxy, C₁-4alkylthio and aryl, wherein said C₁-4alkyl, C₁-4alkoxy and C₁-4alkylthio are each optionally substituted from one up to the maximum number of substitutable positions with halo and wherein said aryl is optionally substituted with 1-5 substituents independently selected from halo and C₁-4alkyl;

or R¹ and R² or R³ and R⁴ residing on the same carbon atom may optionally be joined together to form a carbonyl group,

each R⁵ is independently selected from the group consisting of: halo, aryl, C₁-6alkyl, C₃-6cycloalkyl, C₁-6alkoxy, C₁-6alkylthio and C₃-6cycloalkoxy, said C₁-6alkyl, C₃-6cycloalkyl, C₁-6alkoxy, C₁-6alkylthio and C₃-6cycloalkoxy optionally substituted from one up to the maximum number of substitutable positions with halo,

R⁸ is selected from the group consisting of: C₁-4alkyl and aryl, wherein said C₁-4alkyl is optionally substituted with 1-3 halo groups and aryl is optionally substituted with 1-5 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₃-6cycloalkyl, C₁-6alkoxy, C₁-4alkylthio and C₃-6cycloalkoxy, said C₁-6alkyl, C₃-6cycloalkyl, C₁-6alkoxy, C₁-4alkylthio and C₃-6cycloalkoxy optionally substituted from one up to the maximum number of substitutable positions with halo,

C is selected from the group consisting of:

- (1) ~~C₁-galkyl, C₁-galkoxy, (C=O)C₁-6alkyl or CHOHC₁-6alkyl, said C₁-galkyl, C₁-galkoxy, (C=O)C₁-6alkyl and CHOHC₁-6alkyl~~
~~optionally substituted with phenyl, and~~
- (2) ~~phenyl or HET, each optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, phenyl, C₁-4alkyl, C₁-4alkoxy and aralkyl, said C₁-4alkyl and C₁-4alkoxy groups optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from halo and hydroxy, and said phenyl and the aryl portion of aralkyl optionally substituted with 1 to 5 groups independently selected from the group consisting of: halo, C₁-4alkyl and~~

~~C₁-4alkoxy, said C₁-4alkyl and C₁-4alkoxy optionally substituted with 1-3 halo groups,~~

or **C** is not present;

when **C** is not present then **B** is selected from the group consisting of: ~~phenyl, C₅-16alkyl, C₅-16alkenyl, C₅-16alkynyl, -CHOH-C₄-15alkyl, -CHOH-C₄-15alkenyl, -CHOH-C₄-15alkynyl, C₄-15alkoxy, -O-C₄-15alkenyl, -O-C₄-15alkynyl, C₄-15alkylthio, -S-C₄-15alkenyl, -S-C₄-15alkynyl, -CH₂-C₃-14alkoxy, -CH₂-O-C₃-14alkenyl, -CH₂-O-C₃-14alkynyl, -(C=O)-C₄-15alkyl, -(C=O)-C₄-15alkenyl, -(C=O)-C₄-15alkynyl, -(C=O)-O-C₃-14alkenyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkenyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkynyl, -N(R⁶)(R⁷)-(C=O)-C₃-14alkyl, -N(R⁶)(R⁷)-(C=O)-C₃-14alkenyl and -N(R⁶)(R⁷)-(C=O)-C₃-14alkynyl, and~~

when **C** is phenyl or HET then **B** is selected from the group consisting of: ~~C₁-6alkyl, C₁-5alkoxy, -(C=O)-C₁-5alkyl, -(C=O)-O-C₁-4alkyl[[,] and -(C=O)-N(R⁶)(R⁷)-C₁-4alkyl[,,]~~ ~~-(C=O), -(CHOH), phenyl and HET, said phenyl and HET each optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, phenyl, C₁-4alkyl, C₁-4alkoxy and aralkyl, said C₁-4alkyl and C₁-4alkoxy groups optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from halo and hydroxy, and said phenyl and the aryl portion of aralkyl optionally substituted with 1 to 5 groups independently selected from the group consisting of: halo, C₁-4alkyl and C₁-4alkoxy, said C₁-4alkyl and C₁-4alkoxy optionally substituted with 1-3 halo groups, and~~

when **C** is C₁-galkyl, C₁-galkoxy, ~~(C=O)-C₁-6alkyl or -CHOH-C₁-6alkyl~~ then **B** is phenyl or HET, ~~said phenyl and HET each optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, phenyl, C₁-4alkyl, C₁-4alkoxy and aralkyl, said C₁-4alkyl and C₁-4alkoxy groups optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from halo and hydroxy, and said phenyl and the aryl portion of aralkyl optionally substituted with 1 to 5 groups independently selected from the group consisting of: halo, C₁-4alkyl and C₁-4alkoxy, said C₁-4alkyl and C₁-4alkoxy optionally substituted with 1-3 halo groups; and~~

R⁶ and R⁷ are independently selected from the group consisting of: hydrogen, C₁-9alkyl and -(CH₂)_q-phenyl, wherein q is 1 to 5 and phenyl is optionally substituted with 1-5 substituents independently selected from the group consisting of: C₁-3alkyl and C₁-3alkoxy, each optionally substituted with 1-3 halo groups.

2. (original) The compound according to Claim 1 wherein:

Ar is phenyl and

the group -B-C is attached to the phenyl ring at the 3- or 4-position.

3. (original) The compound according to Claim 1 wherein X is a bond, m is 2 and n is 2.

4. (original) The compound according to Claim 1 wherein X is selected from O, NH or S, m is 1 and n is 2.

5. (canceled)

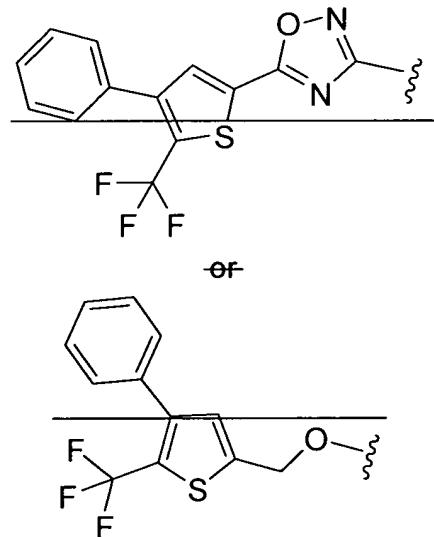
6. (previously presented) The compound according to Claim 1 wherein C is not present and B is selected from the group consisting of: C₅-16alkyl, C₅-16alkenyl, C₅-16alkynyl, -CHOH-C₄-15alkyl, -CHOH-C₄-15alkenyl, -CHOH-C₄-15alkynyl, C₄-15alkoxy, -O-C₄-15alkenyl, -O-C₄-15alkynyl, C₄-15alkylthio, -S-C₄-15alkenyl, -S-C₄-15alkynyl, -CH₂-C₃-14alkoxy, -CH₂-O-C₃-14alkenyl, -CH₂-O-C₃-14alkynyl, -(C=O)-C₄-15alkyl, -(C=O)-C₄-15alkenyl, -(C=O)-C₄-15alkynyl, -(C=O)-O-C₃-14alkyl, -(C=O)-O-C₃-14alkenyl, -(C=O)-O-C₃-14alkynyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkenyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkynyl, -(C=O)-(C=O)-C₃-14alkenyl and -(C=O)-(C=O)-C₃-14alkynyl.

7. (original) The compound according to Claim 1 wherein C is phenyl and B is selected from the group consisting of: C₁-6alkyl, C₁-5alkoxy, -(C=O)-C₁-5alkyl, -(C=O)-O-C₁-4alkyl and -(C=O)-N(R⁶)(R⁷)-C₁-4alkyl.

8. (currently amended) The compound according to Claim 1 wherein:

B-C is selected from the group consisting of:

- (1) **B** is C₇-10alkyl and **C** is not present,
- (2) **B** is C₆-9alkoxy and **C** is not present, or
- (3) **B** is C₁-6alkyl or C₁-5alkoxy and **C** is phenyl, or
- (4) ~~**B-C** is~~



9. (currently amended) The compound in accordance with Claim 1 wherein:

when X is a bond then m is 2 and n is 2,

when X is O, NH or S then m is 1 and n is 2,

Ar is phenyl and

the group -**B-C** is attached to the phenyl ring at the 3- or 4-position.

10. (original) The compound in accordance with Claim 9 wherein **C** is not present and **B** is selected from the group consisting of: C₅-16alkyl, C₅-16alkenyl, C₅-16alkynyl, -CHOH-C₄-15alkyl, -CHOH-C₄-15alkenyl, -CHOH-C₄-15alkynyl, C₄-15alkoxy, -O-C₄-15alkenyl, -O-C₄-15alkynyl, C₄-15alkylthio, -S-C₄-15alkenyl, -S-C₄-15alkynyl, -CH₂-C₃-14alkoxy, -CH₂-O-C₃-14alkenyl, -CH₂-O-C₃-14alkynyl, -(C=O)-C₄-15alkyl, -(C=O)-C₄-15alkenyl, -(C=O)-C₄-15alkynyl, -(C=O)-O-C₃-14alkyl, -(C=O)-O-C₃-14alkenyl, -(C=O)-O-C₃-14alkynyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkenyl, -(C=O)-N(R⁶)(R⁷)-C₃-14alkynyl, -(C=O)-(C=O)-C₃-14alkenyl and -(C=O)-(C=O)-C₃-14alkynyl.

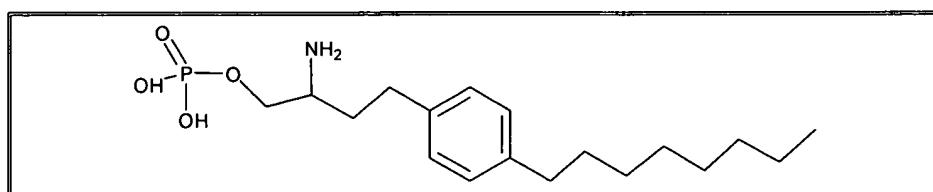
11. (original) The compound in accordance with Claim 10 wherein **C** is not present and **B** is C₇-10alkyl.

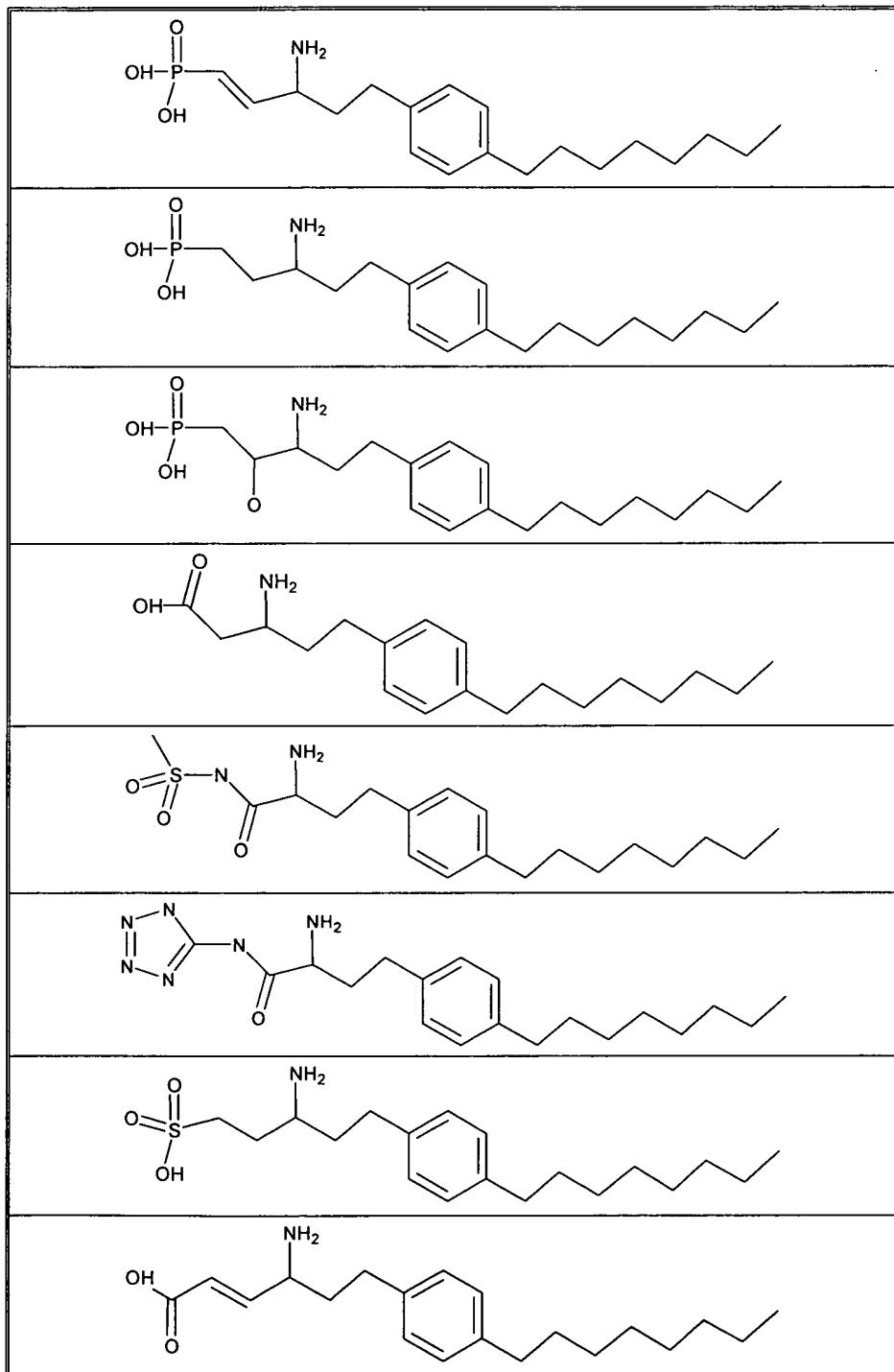
12. (original) The compound in accordance with Claim 10 wherein **C** is not present and **B** is C₆-9alkoxy.

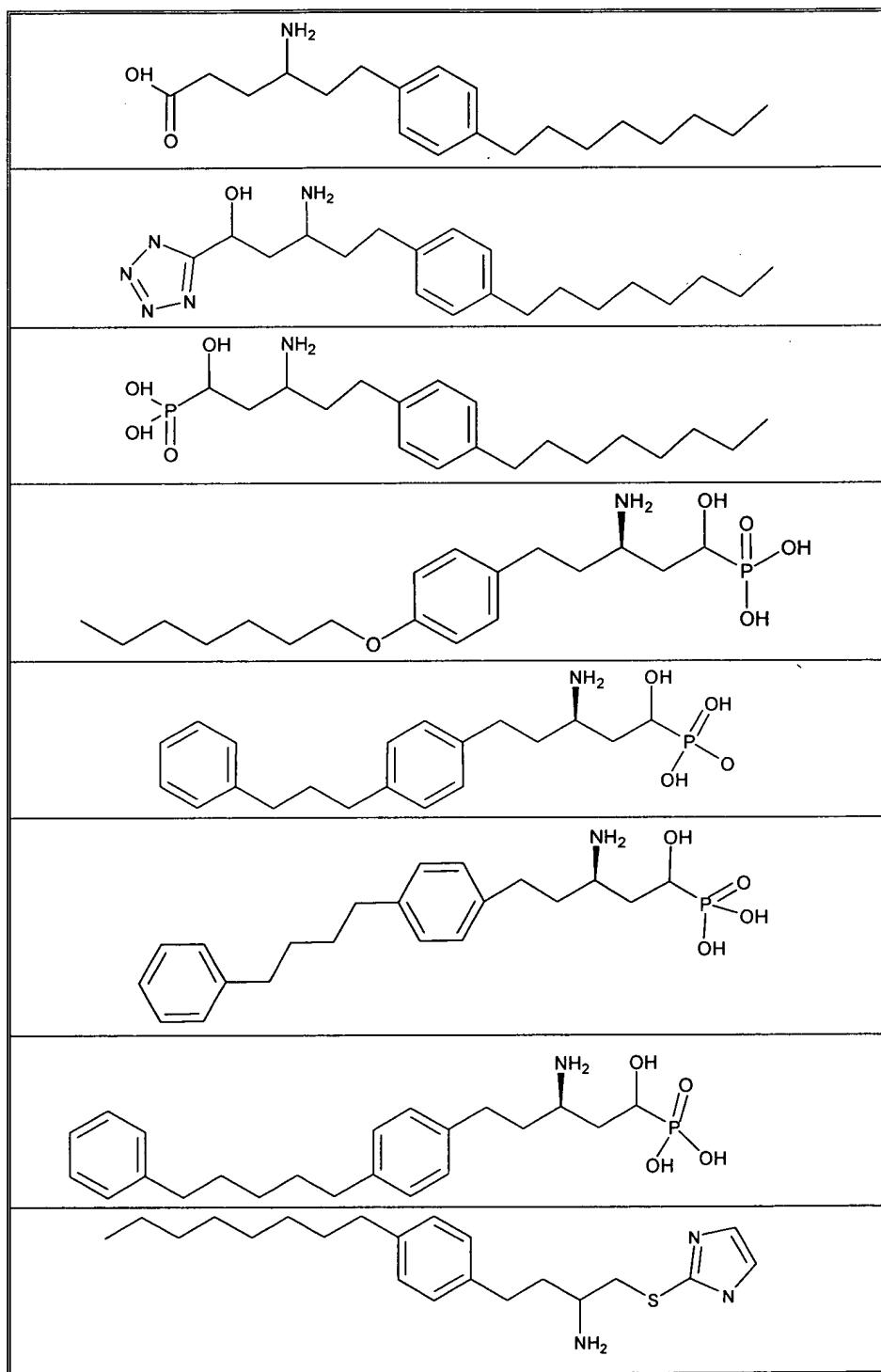
13. (original) The compound in accordance with Claim 9 wherein **C** is phenyl and **B** is C₃-6alkyl.

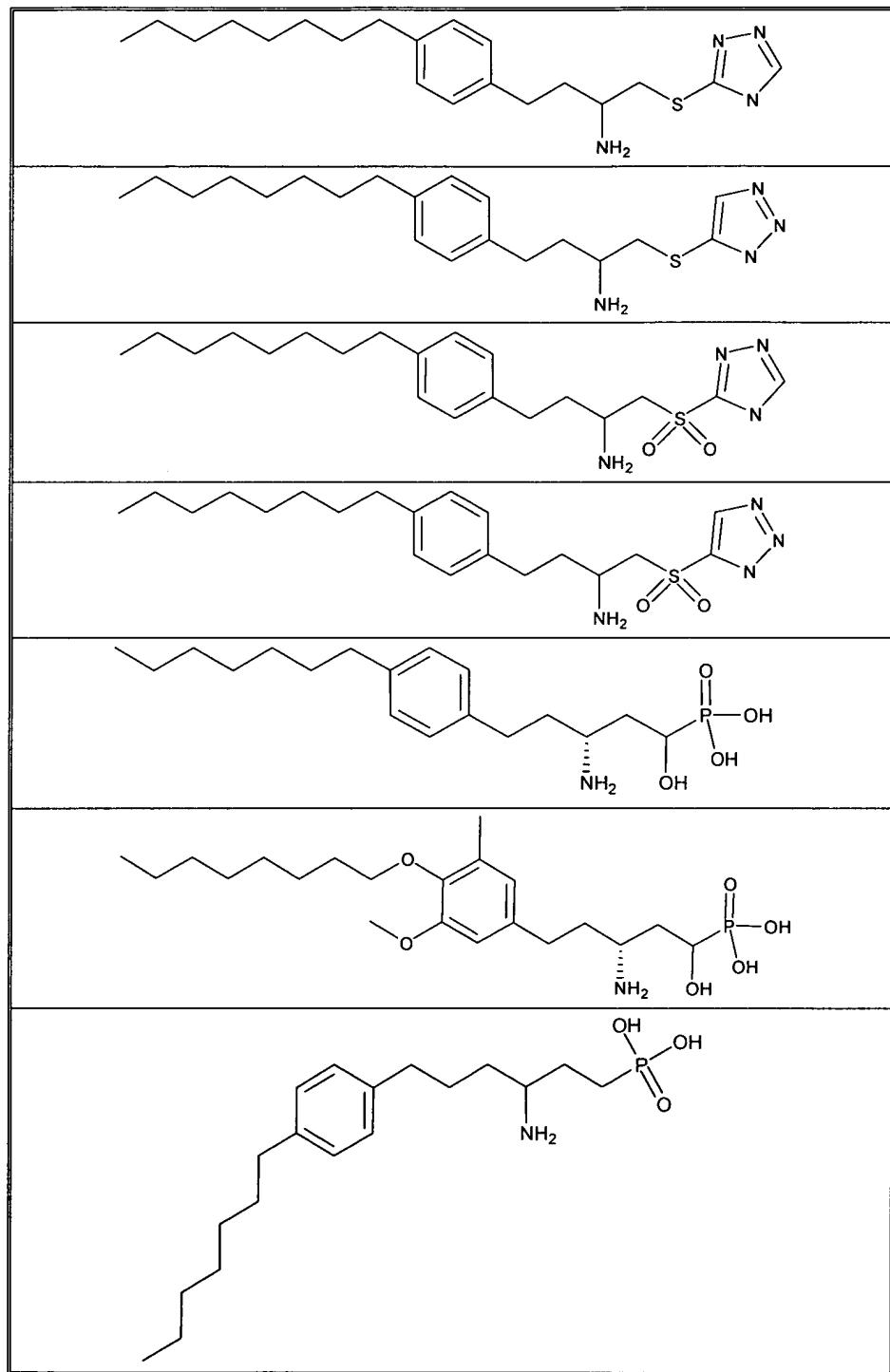
14. (original) The compound in accordance with Claim 9 wherein **A** is selected from the group consisting of: -CO₂H, -PO₃H₂, -PO₂H₂, -SO₃H and -PO(R⁸)OH.

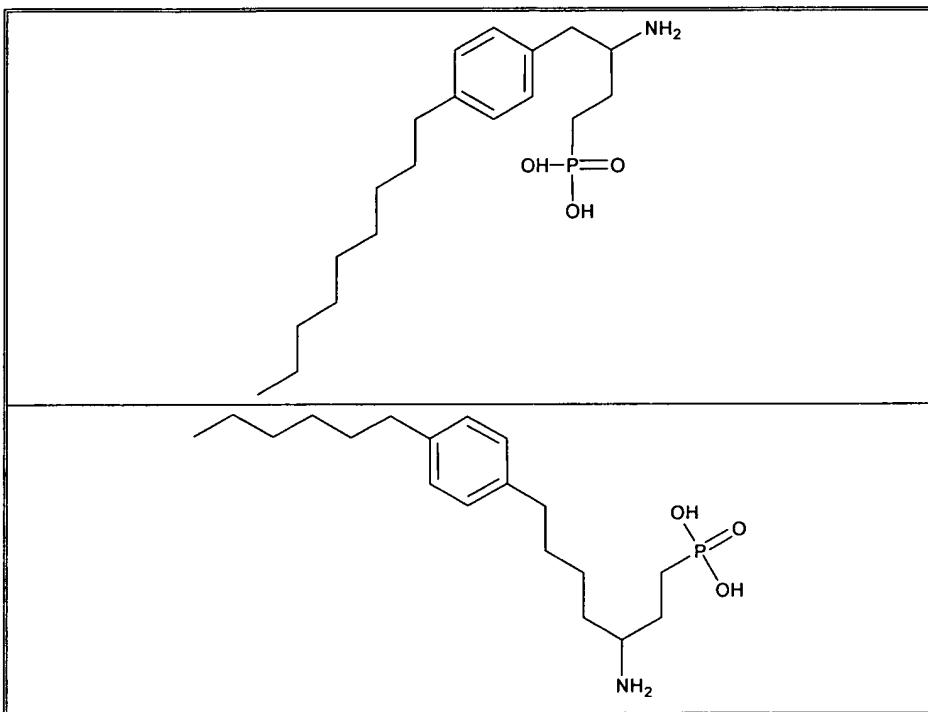
15. (previously presented) A compound selected from the group consisting of:











or a pharmaceutically acceptable salt of any of the above.

16. (original) A method of treating an immunoregulatory abnormality in a mammalian patient in need of such treatment comprising administering to said patient a compound in accordance with Claim 1 in an amount that is effective for treating said immunoregulatory abnormality.

17. (original) The method according to Claim 16 wherein the immunoregulatory abnormality is an autoimmune or chronic inflammatory disease selected from the group consisting of: systemic lupus erythematosus, chronic rheumatoid arthritis, type I diabetes mellitus, inflammatory bowel disease, biliary cirrhosis, uveitis, multiple sclerosis, Crohn's disease, ulcerative colitis, bullous pemphigoid, sarcoidosis, psoriasis, autoimmune myositis, Wegener's granulomatosis, ichthyosis, Graves ophthalmopathy and asthma.

18 to 27. (canceled)

Serial No.: 10/505,257
Case No.: 21044P
Page 13

28. (original) A method of suppressing the immune system in a mammalian patient in need of immunosuppression comprising administering to said patient an immunosuppressing effective amount of a compound of Claim 1.

29. (original) A pharmaceutical composition comprised of a compound in accordance with Claim 1 in combination with a pharmaceutically acceptable carrier.